

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	:	
SEARS HOLDINGS CORPORATION, et al.,	:	Chapter 11
	:	Case No. 18-23538 (RDD)
Debtors.¹	:	(Jointly Administered)
	x	

SUPPLEMENTAL AFFIDAVIT OF SERVICE

I, Nuno Cardoso, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On November 9, 2021, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via First Class Mail on Boardman Westpark LLC (MMLID#4803192), The Rabb Law Firm PLLC, Michael L. Rabb, Attorney, 3950 Valley Commons Drive, Suite 1, Bozeman, MT, 59718:

- Notice of Hearing on Debtors’ Thirty-Fifth Omnibus Objection to Proofs of Claim (Reclassifying Claims) [Docket No. 9860], a copy of which is attached hereto as **Exhibit A**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Inovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

On November 9, 2021, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via First Class Mail on De Billas Lux (MMLID#4131772), Fernando K. Cubillas, 10645 N Oracle Rd., Suite 121-108, Oro Valley, AZ, 85737 and on Gideon's Source of Kansas Inc. (MMLID#4881533), 2300 N. Nelson Dr., Unit Number #7, Derby, KS, 67037:

- Notice of Hearing on Debtors' Thirty-Sixth Omnibus Objection to Proofs of Claim (Reclassifying Claims) [Docket No. 9975], a copy of which is attached hereto as **Exhibit B**

On November 9, 2021, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via First Class Mail on Epic Designers Limited (MMLID#4899985), c/o Kudman Trachten Aloe LLP, Attn: Paul H. Aloe, Esq., 800 Third Avenue, 11th Floor, New York, NY, 10022:

- Notice of Hearing on Debtors' Thirty-Seventh Omnibus Objection to Proofs of Claim (Reclassifying Claims) [Docket No. 9976], a copy of which is attached hereto as **Exhibit C**

Dated: November 10, 2021

/s/ Nuno Cardoso
Nuno Cardoso

State of New York
County of New York

Subscribed and sworn (or affirmed) to me on November 10, 2021, by Nuno Cardoso, proved to me on the bases of satisfactory evidence to be the person who executed this affidavit.

/s/ HERBERT BAER
Notary Public, State of New York
No BA6205563
Qualified in Westchester County
Commission Expires May 11, 2025

Exhibit A

Hearing Date and Time: October 26, 2021 at 10:00 a.m. (Eastern Time)
Response Deadline: October 14, 2021 at 4:00 p.m. (Eastern Time)

THE DEBTORS' THIRTY-FIFTH OMNIBUS OBJECTION TO CLAIMS SEEKS TO RECLASSIFY CERTAIN FILED PROOFS OF CLAIM. PARTIES RECEIVING THIS NOTICE SHOULD REVIEW THE OBJECTION TO DETERMINE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OBJECTION AND/OR THE EXHIBIT ATTACHED THERETO TO DETERMINE WHETHER THE OBJECTION AFFECTS THEIR CLAIM(S).

**IF YOU HAVE QUESTIONS, PLEASE CONTACT
DEBTORS' COUNSEL, PHIL DIDONATO, ESQ., AT (212) 310-8636.**

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
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Ray C. Schrock, P.C.
Jacqueline Marcus
Garrett A. Fail
Sunny Singh

*Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11
	:
SEARS HOLDINGS CORPORATION, et al.,	: Case No. 18-23538 (RDD)
	:
Debtors.¹	: (Jointly Administered)
-----X	

**NOTICE OF HEARING ON DEBTORS' THIRTY-FIFTH
OMNIBUS OBJECTION TO PROOFS OF CLAIM
(RECLASSIFYING CLAIMS)**

PLEASE TAKE NOTICE that, on September 29, 2021, Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.)

chapter 11 cases (collectively, the “**Debtors**”) filed the *Debtors’ Thirty-Fifth Omnibus Objection to Proofs of Claim (Reclassifying Claims)* (the “**Objection**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

PLEASE TAKE FURTHER NOTICE that the Objection requests that the Bankruptcy Court reclassify as general unsecured claims the claims asserted as secured on the proofs of claim listed on **Exhibit A** annexed hereto (the “**Proofs of Claim**” and, the secured claims asserted thereunder, the “**Disputed Claims**”).

PLEASE TAKE FURTHER NOTICE that the *Court-Ordered Claims Hearing Procedures* (the “**Claims Hearing Procedures**”), annexed hereto as **Exhibit B**, shall apply and govern the Objection. The Claims Hearing Procedures provide for certain mandatory actions by claimants (each, a “**Claimant**” and collectively, the “**Claimants**”) within certain time periods. Therefore, please review the Claims Hearing Procedures carefully. Failure to comply with the Claims Hearing Procedures may result in the reclassification of a Proof of Claim and Disputed Claim without further notice to the applicable Claimant(s).

PLEASE TAKE FURTHER NOTICE that, if Claimant does NOT oppose the relief requested, then Claimant does NOT need to file a written response (the “**Response**”) to the Objection and Claimant does NOT need to appear at the Hearing (as defined herein).

PLEASE TAKE FURTHER NOTICE that, if Claimant DOES oppose the relief requested, then Claimant MUST file with the Bankruptcy Court and serve on the parties listed below a Response to the Objection, so as to be filed and received by no later than **October 14, 2021, at 4:00 p.m. (Prevailing Eastern Time)** (the “**Response Deadline**”).

PLEASE TAKE FURTHER NOTICE that Response(s) to the Objection, if any, must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and shall be filed with the Bankruptcy Court (i) by attorneys practicing in the Bankruptcy Court, including attorneys admitted *pro hac vice*, electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov), and (ii) by all other parties-in-interest, on a CD-ROM, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”), so as to be filed with the Bankruptcy Court and received by the parties listed below by or before the Response Deadline.

(3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

PLEASE TAKE FURTHER NOTICE that Response(s) to the Objection, if any, must contain, at a minimum, the following: (i) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number and the title of the Objection to which the Response is directed; (ii) the name of the Claimant and description of the basis for the amount of the Proof of Claim; (iii) a concise statement setting forth the reasons why the Disputed Claim should not be reclassified for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which Claimant will rely in opposing the Objection; (iv) all documentation or other evidence of the Proof of Claim, to the extent not included with the Proof of Claim previously filed with the Bankruptcy Court, upon which Claimant will rely in opposing the Objection; (v) the address(es) to which the Debtors must return any reply to Claimant's Response, if different from that presented in the applicable Proof of Claim; and (vi) the name, address, and telephone number of the person (which may be Claimant or Claimant's designated legal representative) possessing ultimate authority to reconcile, settle, or otherwise resolve the Proof of Claim on Claimant's behalf.

PLEASE TAKE FURTHER NOTICE that the Bankruptcy Court will consider a Response only if the Response is timely filed, served, and received in accordance with the Amended Case Management Order and the procedures set forth herein. A Response will be deemed timely filed, served, and received only if the original Response is actually received on or before the Response Deadline by (i) the chambers of the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601; (ii) Weil, Gotshal, & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, Esq., Jacqueline Marcus, Esq., Garrett A. Fail, Esq., and Sunny Singh, Esq.), attorneys for the Debtors; and (iii) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036 (Attn: Philip C. Dublin, Esq., Ira Dizengoff, Esq., and Sara Lynne Brauner, Esq.), attorneys for the Official Committee of Unsecured Creditors appointed in these cases.

PLEASE TAKE FURTHER NOTICE that, except as otherwise permitted under the Claims Hearing Procedures, a hearing to consider the Objection will be held before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, on **October 26, 2021 at 10:00 a.m. (Prevailing Eastern Time)** (the "Hearing"). If Claimant files a Response to the Objection, Claimant should plan to appear at the Hearing. The Debtors, however, reserve the right to continue the Hearing on the Objection with respect to the Proof(s) of Claim that are the subject of such Response. If the Debtors do continue the Hearing with respect to such Proof(s) of Claim, then the Hearing on the Objection with respect to such Proof(s) of Claim will be held at a later date. If the Debtors do not continue the Hearing with respect to such Proof(s) of Claim, then a Hearing on the Objection will be conducted on the above date.

PLEASE TAKE FURTHER NOTICE that if Claimant does not timely file and serve a Response to the Objection with respect to the Claims listed on Exhibit A hereto, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed as Exhibit B to the Objection, which order may be entered without further notice or opportunity to be heard.

PLEASE TAKE FURTHER NOTICE that the Debtors retain the right to object on other grounds to the Proof(s) of Claim (or to any other Proof(s) of Claim Claimant may have filed) at a later date. Claimant will receive a separate notice of any such objection(s).

PLEASE TAKE FURTHER NOTICE that Claimant may participate in the Hearing telephonically, provided Claimant complies with the Bankruptcy Court's instructions (including, without limitation, providing prior written notice to counsel for the Debtors and any statutory committee), which can be found on the Bankruptcy Court's website at www.nysb.uscourts.gov.

PLEASE TAKE FURTHER NOTICE that, if any Claimant wishes to view the complete Objection, such Claimant can do so for free at <https://restructuring.primeclerk.com/sears>. **Claimants should not contact the Clerk of the Bankruptcy Court to discuss the merits of their Proof(s) of Claim.**

Dated: September 29, 2021
New York, New York

/s/ Garrett A. Fail

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Ray C. Schrock, P.C.
Jacqueline Marcus
Garrett A. Fail
Sunny Singh

*Attorneys for Debtors
and Debtors in Possession*

Exhibit A

Disputed Claims

Debtors' Thirty-Fifth Omnibus Objection to Claims

In re: Sears Holdings Corporation, et al.

Exhibit 1 - Reclassified Claims

Case No. 18-23538 (RDD)

Schedule of Secured Claims to be Reclassified*

Ref #	Name of Claimant	Proof of Claim No. to be Reclassified	Asserted Secured Claim Amount	Asserted Secured Claim Amount Reclassified as General Unsecured Claim
1.	Adams, Jenny	9908	\$125.00	\$125.00
2.	APONTE, DIMARY	11474	\$600.00	\$600.00
3.	Arris, Inc.	16034	\$12,915.00	\$12,915.00
4.	AWADA, ABESS	12930	\$500.00	\$500.00
5.	BBUDC Inc	6576	\$300.00	\$300.00
6.	Board of County Commissioners of Washington County, Maryland	8386	\$612.06	\$612.06
7.	BOARDMAN WESTPARK LLC	16700	\$91,434.00	\$91,434.00
8.	Brunswick & Topsham Water District	9748	\$336.05	\$336.05
9.	Charter Township of Oscoda	5277	\$268.93	\$268.93
10.	Charter Township of Van Buren Water and Sewer Department	4944	\$705.14	\$705.14
11.	CIRCLE R ELECTRIC INC	12173	\$6,039.29	\$6,039.29
12.	CISCO SYSTEMS, INC.	5622	\$177,809.80	\$177,809.80
13.	City of Chicago Department of Finance/Bureau of Utility Billing and Customer Service	6985	\$762.14	\$762.14
14.	City of Hialeah	20056	\$128.00	\$128.00

* The Debtors' hereby reserve the right to object in the future to any of the Claims listed in this Schedule on any ground, and to amend, modify, or supplement the Objection and this Schedule, as applicable.

Debtors' Thirty-Fifth Omnibus Objection to Claims

In re: Sears Holdings Corporation, et al.

Exhibit 1 - Reclassified Claims

Case No. 18-23538 (RDD)

Schedule of Secured Claims to be Reclassified*

Ref #	Name of Claimant	Proof of Claim No. to be Reclassified	Asserted Secured Claim Amount	Asserted Secured Claim Amount Reclassified as General Unsecured Claim
15.	City of Kent - Utility Billing	16648	\$357.63	\$357.63
16.	City of Midland	4370	\$688.07	\$688.07
17.	City of Spokane - Utilities Billing	19049	\$544.12	\$544.12
18.	City of Sterling Heights	9764	\$3,838.96	\$3,838.96
19.	City of Thornton Utility Billing	6264	\$710.22	\$710.22
20.	City of Trotwood	5783	\$964.97	\$964.97
21.	City of Westminster	10015	\$793.36	\$793.36
22.	Continental Electrical Construction Co., LLC	8899	\$55,547.00	\$55,547.00
23.	Copart Inc	26398	\$617.00	\$617.00
24.	Copart Inc	26401	\$247.00	\$247.00
25.	Copart Inc.	26405	\$461.18	\$461.18
26.	Cortes Quijano, Georgina	7761	\$150.00	\$150.00
27.	Decuire, Kizzie	9869	\$500.00	\$500.00
28.	DEMARCO, KATHY	11730	\$14,447.46	\$14,447.46

* The Debtors' hereby reserve the right to object in the future to any of the Claims listed in this Schedule on any ground, and to amend, modify, or supplement the Objection and this Schedule, as applicable.

Debtors' Thirty-Fifth Omnibus Objection to Claims

In re: Sears Holdings Corporation, et al.

Exhibit 1 - Reclassified Claims

Case No. 18-23538 (RDD)

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Ref #	Name of Claimant	Proof of Claim No. to be Reclassified	Asserted Secured Claim Amount	Asserted Secured Claim Amount Reclassified as General Unsecured Claim
29.	DESROCHES, GISELE	7113	\$597.59	\$597.59
30.	Erie Water Works	18611	\$418.72	\$418.72
31.	Erie Water Works	18595	\$303.79	\$303.79
32.	ERIE WATER WORKS	18610	\$281.25	\$281.25
33.	First Point Mechanical Services	6070	\$6,076.14	\$6,076.14
34.	Fort Pierce Utilities Authority (FPUA)	6771	\$1,765.00	\$1,765.00
35.	FUENTES, EVA	17986	\$83.77	\$83.77
36.	GINCOTT, DEBORAH	19141	\$806.00	\$806.00
37.	Godoy, Oralia	9839	\$407.09	\$407.09
38.	Gray-I.C.E. Builders	6198	\$747,785.60	\$747,785.60
39.	Grogg, Norma	12555	\$709.65	\$709.65
40.	Guy Roofing, Inc.	2802	\$127,810.00	\$127,810.00
41.	H.P.B. Corporation	606	\$522.90	\$522.90
42.	House of La-Rose	5105	\$62.80	\$62.80

* The Debtors' hereby reserve the right to object in the future to any of the Claims listed in this Schedule on any ground, and to amend, modify, or supplement the Objection and this Schedule, as applicable.

Debtors' Thirty-Fifth Omnibus Objection to Claims

In re: Sears Holdings Corporation, et al.

Exhibit 1 - Reclassified Claims

Case No. 18-23538 (RDD)

Schedule of Secured Claims to be Reclassified*

Ref #	Name of Claimant	Proof of Claim No. to be Reclassified	Asserted Secured Claim Amount	Asserted Secured Claim Amount Reclassified as General Unsecured Claim
43.	IRISH PROPANE CORP	11487	\$200.71	\$200.71
44.	Izaguirre, China M	12466	\$400.00	\$400.00
45.	J. GROTHE ELECTRIC, INC.	12789	\$31,127.00	\$31,127.00
46.	KLOEPFER, INC.	13577	\$135,889.67	\$135,889.67
47.	LAKES, JOYCE	19168	\$725.00	\$725.00
48.	Lower Paxton Township Authority	5536	\$153.00	\$153.00
49.	Lower Paxton Township Authority	5528	\$153.00	\$153.00
50.	Maersk Agency USA as agent for Maersk Line A/S	15575	\$150,067.95	\$150,067.95
51.	Martin, Genie J	12023	\$150.00	\$150.00
52.	MILLER, GEORGE	16985	\$700.00	\$700.00
53.	MITCHELL, SHAWNA	13674	\$20.00	\$20.00
54.	National International Roofing Corp.	9358	\$50,290.00	\$50,290.00
55.	NLMS, Inc.	2146	\$427,997.88	\$427,997.88
56.	NORTHLAND MECHANICAL CONTRACTORS, INC.	13017	\$28,877.58	\$28,877.58

* The Debtors' hereby reserve the right to object in the future to any of the Claims listed in this Schedule on any ground, and to amend, modify, or supplement the Objection and this Schedule, as applicable.

Debtors' Thirty-Fifth Omnibus Objection to Claims

In re: Sears Holdings Corporation, et al.

Exhibit 1 - Reclassified Claims

Case No. 18-23538 (RDD)

Schedule of Secured Claims to be Reclassified*

Ref #	Name of Claimant	Proof of Claim No. to be Reclassified	Asserted Secured Claim Amount	Asserted Secured Claim Amount Reclassified as General Unsecured Claim
57.	NorthStar Group Services, Inc.	19720	\$364,883.16	\$364,883.16
58.	OSTO Trading, Inc.	6383	\$723.20	\$723.20
59.	Posely, McKinley	4591	\$300.00	\$300.00
60.	Quijano, Georgina Cortes	7653	\$150.00	\$150.00
61.	Riendeau, Diane Alexandra	20773	\$182.73	\$182.73
62.	Roberts Locksmith Service	3860	\$813.00	\$813.00
63.	Santamaria, Alex	19270	\$150.00	\$150.00
64.	Santamaria, Carmen L	19271	\$25.00	\$25.00
65.	SCRIBNER, JANET	11184	\$3,500.00	\$3,500.00
66.	Simon Roofing and Sheet Metal Corp	7143	\$26,558.15	\$26,558.15
67.	STRAWN, BRENDA	20254	\$64.65	\$64.65
68.	Sun Industrial Inc.	15720	\$811,866.02	\$811,866.02
69.	TAYLOR, FLOYD E	13590	\$700.00	\$700.00
70.	The Brandt Companies, LLC	6048	\$22,637.43	\$22,637.43

* The Debtors' hereby reserve the right to object in the future to any of the Claims listed in this Schedule on any ground, and to amend, modify, or supplement the Objection and this Schedule, as applicable.

Debtors' Thirty-Fifth Omnibus Objection to Claims

In re: Sears Holdings Corporation, et al.

Exhibit 1 - Reclassified Claims

Case No. 18-23538 (RDD)

Schedule of Secured Claims to be Reclassified*

Ref #	Name of Claimant	Proof of Claim No. to be Reclassified	Asserted Secured Claim Amount	Asserted Secured Claim Amount Reclassified as General Unsecured Claim
71.	Township of Belleville	20620	\$705.18	\$705.18
72.	WILSON, NANCY S	19969	\$350.00	\$350.00
73.	YOUNG, LEONA	19599	\$600.00	\$600.00

Exhibit B

Claims Hearing Procedures

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X	
In re	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	Case No. 18-23538 (RDD)
Debtors. ¹	(Jointly Administered)
----- X	

COURT-ORDERED CLAIMS HEARING PROCEDURES

The claims hearing procedures (the “**Claims Hearing Procedures**”) described herein have been ordered by the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) to apply to the Chapter 11 cases of the Sears Holdings Corporation and its affiliated debtors (collectively, the “**Debtors**”).

Claims Hearing Procedures

1. Pursuant to the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”), the Bankruptcy Court established periodic omnibus hearings (the “**Omnibus Hearings**”) in these Chapter 11 cases. The Debtors shall schedule the return date for claims objections, omnibus or otherwise, for hearing at Omnibus Hearings or other hearings the Debtors may schedule with the Bankruptcy Court.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

2. The Bankruptcy Court may enter an order at the scheduled hearing sustaining an objection to proofs of claim (each, a “**Proof of Claim**”) with respect to which no response (a “**Response**”)² is properly filed and served.
3. The hearing to consider an objection to Proofs of Claim as to which a Response is properly filed and served (each, a “**Contested Claim**”) shall be set for a contested hearing (each, a “**Claims Hearing**”) to be scheduled by the Debtors, in their sole discretion, as set forth herein. The Debtors may request that the Bankruptcy Court schedule Claims Hearings on the date and/or time of the Omnibus Hearings or at another date and time.
4. The Debtors shall schedule a Claims Hearing for a Contested Claim as follows:
 - (i) For a non-evidentiary hearing to address whether the Contested Claim has failed to state a claim against the Debtors which can be allowed and should be dismissed pursuant to Bankruptcy Rule 7012 (a “**Sufficiency Hearing**”), unless the Debtors serve the applicable claimant (the “**Claimant**”) with a Notice of Merits Hearing (as defined herein), the Sufficiency Hearing shall go forward at the return date set in accordance with paragraph 1 of these Claims Hearing Procedures. The legal standard of review that will be applied by the Bankruptcy Court at a Sufficiency Hearing will be equivalent to the standard applied by the Bankruptcy Court upon a motion to dismiss for failure to state a claim upon which relief can be granted.
 - (ii) For an evidentiary hearing on the merits of a Contested Claim (a “**Merits Hearing**”), the Debtors may, in their sole discretion, serve upon the relevant Claimant, by email or overnight delivery, with a copy to the Creditors’ Committee, and file with the Bankruptcy Court, a notice substantially in the form attached to the *Order Approving (I) Claims Objection Procedures, (II) Claims Settlement Procedures, and (III) Claims Hearing Procedures* (ECF No. 3014) as Exhibit 2 (a “**Notice of Merits Hearing**”), at least thirty (30) calendar days prior to the date of such Merits Hearing. The rules and procedures applicable to such Merits Hearing will be set forth in any scheduling order issued by the Bankruptcy Court in connection therewith.
5. Discovery with respect to a Contested Claim will not be permitted until either: (i) the Bankruptcy Court has held a Sufficiency Hearing and determined that the Contested Claim states a claim that could be allowed and should not be dismissed pursuant to Bankruptcy Rule 7012; or (ii) the Debtors have served on the relevant Claimant a Notice of Merits Hearing with respect to the Contested Claim.
6. The Debtors may file and serve a reply (a “**Reply**”) to a Response no later than 4:00 p.m. (Prevailing Eastern Time) on the day that is at least two (2) business days prior to the date of the applicable hearing.
7. The Debtors, in their sole discretion, are authorized to further adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Bankruptcy Court and the Claimant.

² Any information submitted in connection with a Proof of Claim shall be part of the record with respect to the relevant Claim, and any such information already submitted need not be resubmitted in connection with the Claims Hearing Procedures.

8. **Sanctions.** The Bankruptcy Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the Claims Hearing Procedures.

BY ORDER OF THE BANKRUPTCY COURT

Exhibit B

Hearing Date and Time: November 10, 2021 at 10:00 a.m. (Eastern Time)

Response Deadline: November 2, 2021 at 4:00 p.m. (Eastern Time)

THE DEBTORS' THIRTY-SIXTH OMNIBUS OBJECTION TO CLAIMS SEEKS TO RECLASSIFY CERTAIN FILED PROOFS OF CLAIM. PARTIES RECEIVING THIS NOTICE SHOULD REVIEW THE OBJECTION TO DETERMINE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OBJECTION AND/OR THE EXHIBIT ATTACHED THERETO TO DETERMINE WHETHER THE OBJECTION AFFECTS THEIR CLAIM(S).

**IF YOU HAVE QUESTIONS, PLEASE CONTACT
DEBTORS' COUNSEL, DOMINIC A. LITZ, ESQ. AT (212) 310-8000.**

WEIL, GOTSHAL & MANGES LLP

767 Fifth Avenue

New York, New York 10153

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Jacqueline Marcus

Garrett A. Fail

Sunny Singh

*Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re	----- X	Chapter 11
	: :	
SEARS HOLDINGS CORPORATION, <i>et al.</i>	:	Case No. 18-23538 (RDD)
Debtors.¹	:	(Jointly Administered)
	----- X	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

**NOTICE OF HEARING ON DEBTORS' THIRTY-SIXTH OMNIBUS OBJECTION TO
PROOFS OF CLAIM (RECLASSIFYING CLAIMS)**

PLEASE TAKE NOTICE that, on October 19, 2021, Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) filed the *Debtors’ Thirty-Sixth Omnibus Objection to Proofs of Claim (Reclassifying Claims)* (the “**Objection**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

PLEASE TAKE FURTHER NOTICE that the Objection requests that the Bankruptcy Court reclassify as general unsecured claims the claims associated with the proofs of claim listed on **Exhibit A** annexed hereto (the “**Proofs of Claim**” or “**Claims**”), on the ground(s) that such Claim(s) does not have a valid security interest in the property of the Debtors’ estates or does not otherwise satisfy the requirements for administrative expense priority under section 503(b) of the Bankruptcy Code or other statutory priority under section 507(a) of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that the *Court-Ordered Claims Hearing Procedures* (the “**Claims Hearing Procedures**”), annexed hereto as **Exhibit B**, shall apply and govern the Objection. The Claims Hearing Procedures provide for certain mandatory actions by claimants (each, a “**Claimant**” and collectively, the “**Claimants**”) within certain time periods. Therefore, please review the Claims Hearing Procedures carefully. Failure to comply with the Claims Hearing Procedures may result in the reclassification of a Proof of Claim without further notice to the applicable Claimant(s).

PLEASE TAKE FURTHER NOTICE that, if Claimant does NOT oppose the relief requested, then Claimant does NOT need to file a written response (the “**Response**”) to the Objection and Claimant does NOT need to appear at the Hearing (as defined herein).

PLEASE TAKE FURTHER NOTICE that, if Claimant DOES oppose the relief requested, then Claimant MUST file with the Bankruptcy Court and serve on the parties listed below a Response to the Objection, so as to be filed and received by no later than **November 2, 2021, at 4:00 p.m. (Prevailing Eastern Time)** (the “**Response Deadline**”).

PLEASE TAKE FURTHER NOTICE that Response(s) to the Objection, if any, must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and shall be filed with the Bankruptcy Court (i) by attorneys practicing in the Bankruptcy Court, including attorneys admitted *pro hac vice*, electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov), and (ii) by all other parties-in-interest, on a CD-ROM, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”), so as to be filed with the Bankruptcy Court and received by the parties listed below by or before the Response Deadline.

PLEASE TAKE FURTHER NOTICE that Response(s) to the Objection, if any, must contain, at a minimum, the following: (i) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number and the title of the Objection to which the Response is directed; (ii) the name of the Claimant and description of the basis for the amount of the Proof of Claim; (iii) a concise statement setting forth the reasons why the Disputed Claim should not be reclassified for the

reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which Claimant will rely in opposing the Objection; (iv) all documentation or other evidence of the Proof of Claim, to the extent not included with the Proof of Claim previously filed with the Bankruptcy Court, upon which Claimant will rely in opposing the Objection; (v) the address(es) to which the Debtors must return any reply to Claimant's Response, if different from that presented in the applicable Proof of Claim; and (vi) the name, address, and telephone number of the person (which may be Claimant or Claimant's designated legal representative) possessing ultimate authority to reconcile, settle, or otherwise resolve the Proof of Claim on Claimant's behalf.

PLEASE TAKE FURTHER NOTICE that the Bankruptcy Court will consider a Response only if the Response is timely filed, served, and received in accordance with the Amended Case Management Order and the procedures set forth herein. A Response will be deemed timely filed, served, and received only if the original Response is actually received on or before the Response Deadline by (i) the chambers of the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601; (ii) Weil, Gotshal, & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, Esq., Jacqueline Marcus, Esq., Garrett A. Fail, Esq., and Sunny Singh, Esq.), attorneys for the Debtors; and (iii) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036 (Attn: Philip C. Dublin, Esq., Ira Dizengoff, Esq., and Sara Lynne Brauner, Esq.), attorneys for the Official Committee of Unsecured Creditors appointed in these cases.

PLEASE TAKE FURTHER NOTICE that, except as otherwise permitted under the Claims Hearing Procedures, a hearing to consider the Objection will be held before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, on **November 10, 2021 at 10:00 a.m. (Prevailing Eastern Time)** (the "Hearing"). If Claimant files a Response to the Objection, Claimant should plan to appear at the Hearing. The Debtors, however, reserve the right to continue the Hearing on the Objection with respect to the Proof(s) of Claim that are the subject of such Response. If the Debtors do continue the Hearing with respect to such Proof(s) of Claim, then the Hearing on the Objection with respect to such Proof(s) of Claim will be held at a later date. If the Debtors do not continue the Hearing with respect to such Proof(s) of Claim, then a Hearing on the Objection will be conducted on the above date.

PLEASE TAKE FURTHER NOTICE that if Claimant does not timely file and serve a Response to the Objection with respect to the Claims listed on **Exhibit A** hereto, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed as **Exhibit B** to the Objection, which order may be entered without further notice or opportunity to be heard.

PLEASE TAKE FURTHER NOTICE that the Debtors retain the right to object on other grounds to the Proof(s) of Claim (or to any other Proof(s) of Claim Claimant may have filed) at a later date. Claimant will receive a separate notice of any such objection(s).

PLEASE TAKE FURTHER NOTICE that Claimant may participate in the Hearing telephonically, provided Claimant complies with the Bankruptcy Court's instructions (including, without limitation, providing prior written notice to counsel for the Debtors and any statutory committee), which can be found on the Bankruptcy Court's website at www.nysb.uscourts.gov.

PLEASE TAKE FURTHER NOTICE that, if any Claimant wishes to view the complete Objection, such Claimant can do so for free at <https://restructuring.primeclerk.com/sears>. **Claimants should not contact the Clerk of the Bankruptcy Court to discuss the merits of their Proof(s) of Claim.**

Dated: October 19, 2021
New York, New York

/s/ Garrett A. Fail

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
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*Attorneys for Debtors
and Debtors in Possession*

Exhibit A

Disputed Claims

Debtors' Thirty-Sixth Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
1.	10 MANAGEMENT INCORPORATED, INC	4521
2.	A-1 MULTI SERVICE LLC	2329
3.	AHMED, IKHLAS	18781
4.	AHS STAFFING, LLC (FORMERLY PHARMSTAT, LLC)	1227
5.	ALBRIGHT, TARA	9890
6.	ALDRIDGE, MATT	2630
7.	ALL AMERICAN DOOR	15188
8.	ALLEN, BARBARA	14188
9.	ALLIANCE WORKFORCE SOLUTIONS, LLC	5520
10.	ALLIANCE WORKFORCE SOLUTIONS, LLC	15385
11.	ALLIED UNIVERSAL SECURITY SERVICES	2967
12.	ALVAREZ, VIVIAN	10888
13.	AMAZING WL LTD COMPANY	8637
14.	AMMONS, STERLING	13897
15.	AMY MORTON DBA MID STATES PARKING LOT	5542
16.	ANTHONY BROWN LLC	4509
17.	APPLIED STAFFING SOLUTIONS LLC	14858
18.	ARCE, LAUREN	1789
19.	ARENAS, ESTHER AMANDA	8208
20.	ARENAS, ESTHER AMANDA	8327
21.	ARTHUR WOLFORD LLC	10658
22.	ASCHOFF, MICHAEL P	12003
23.	AUSTIN, CATHERINE	16313
24.	AXIOM STAFFING GROUP INC	7056
25.	BAKER, ROBERTA JOAN	4464
26.	BANKS, MARGARET	12990
27.	BARKER III, CHARLES	18975
28.	BARKER III, CHARLES	6403
29.	BARKER, DARLA	17031
30.	BARNES, ANNIE	16839
31.	BAZAN, FRANCES	5020
32.	BENISON, SHONTAE	19448
33.	BENS, TAWANA	12572
34.	BENTON, NITA	17506
35.	BERRY, BOBBY	11062
36.	BLANEY, MARIA	9799
37.	BONNER-SMITH, DENISE	10199
38.	BOUTROS, PIERRE	8979
39.	BOYD, JAMES	10550
40.	BRAUN, LAURENCE	13227
41.	BROWN, ARDREE D.	17029
42.	BROWN, ROBERT	11397
43.	BUCKLEY, SHIRLEY	9691
44.	BULLOCK, STEVE D	16633
45.	BURGER, SANDRA GOFF	1880
46.	BUTLER, ALFREDIA	13219
47.	BUYZE, ADRIAN C.	6026
48.	BYERLEY, DAVID	11160
49.	BYRD, DONNIE L	18916
50.	CALHOUN, ANGIE	11536
51.	CALLISONRTKL	7619
52.	CALLISONRTKL	7965
53.	CAMPBELL, BENJAMIN T.	7115
54.	CANADY, JEROME	9631
55.	CAPITAL BUILDING SERVICES GROUP, INC	17288
56.	CAPITAL BUILDING SERVICES GROUP, INC	17443
57.	CARAWAY, PEDRO	9022
58.	CARRIBEAN LOTTERY SERVICES	12779
59.	CARROLL, JUANITA	11118
60.	CARTER, BRIANA	5901
61.	CASILLAS, LUIS	17764
62.	CHAMPION, JANICE	12993

Debtors' Thirty-Sixth Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
63.	CHAN, NGO	13233
64.	CHILDREN'S ISLAND CORPORATION	2479
65.	CHRISTOPHER BURT OD PC	6661
66.	CHRONOSTORE	1617
67.	CHRONOSTORE	8291
68.	CINTRON, CAROL	16193
69.	CLAY, BOBBY AND DONNA	10590
70.	CLAYTON, DEBRA	16537
71.	COLLINS, YVONNE	14999
72.	COMFY CONSTRUCTION LLC	1040
73.	CONNIE E. CARRASCO - DD LANDSCAPE AND LAWN SERVICE	8043
74.	CONNORS, FONG AND MANCUSO, INC	8700
75.	CONNORS, FONG AND MANCUSO, INC.	8241
76.	CONNORS, FONG AND MANCUSO, INC.	8244
77.	CONTI, BIAGIO	19184
78.	CONWAY, PEGGY	19971
79.	COOK, STEVEN	12907
80.	COOL BREEZE HVAC INC	4474
81.	COOL BREEZE HVAC INC	4554
82.	COTTE, SHIRLEY	17923
83.	CRAIG, ATHENA	14292
84.	CRAWFORD, CYNTHIA	19329
85.	CREATIVE CIRCLE, LLC	6792
86.	CRESCENT ACE HARDWARE	8530
87.	CRONAN, DAN M	4575
88.	CROOK, JEFFREY W.	16386
89.	CROSLAND, CINDY D	3030
90.	CROSS, RICHARD	2064
91.	CUBY, VIRGINIA	10904
92.	CURRY, JADA M	10475
93.	D & M STRIPPING	10293
94.	D&C MEDIA LLC	2057
95.	DACRUZ, ROBERT	12873
96.	DAVE MANCIA, DUNS # 1000338016	755
97.	DAVID KAIRYS OD	5495
98.	DAVIS, BRENDA	19312
99.	DAVIS, JOSEPH T	6690
100.	DAVY, MARIO	8542
101.	DE BILLAS LUX	3651
102.	DEAN, JOHN	11947
103.	DEE HEFFERNAN, INC.	618
104.	DEJOIE, KENNETH	7159
105.	DENBESTE, MARGARET	13566
106.	DEWITT & FLO HOLLINGSWORTH	16246
107.	DIFOGGIO PLUMBING PARTNERS, INC	4992
108.	DIMARTINO, MICHELINA	5288
109.	DIPAOLO, VALENCIA TOOPS	19511
110.	DONAHUE, JOSEPH	18966
111.	DONE RIGHT INSTALLATIONS	7022
112.	DR. HOLLY LEWTON PC	16800
113.	DR. NICHOLAS KREVATAS PA	4886
114.	DRIVERS PLUMBING & MECHANICAL INC	17133
115.	DUMA, ROGEL	2795
116.	DUNBAR, SELEYOUN	8416
117.	DUNLAP, KEVIN	9478
118.	DUNLAP, KEVIN L.	9579
119.	DUNN, CAROL A	2650
120.	DURFEY, JAMES R.	8091
121.	EADDY, LORRAINE BOONE	14119
122.	EAGLE NURSERIES INC.	3788
123.	EL DORADO LOCATORS	1226
124.	EL-HABRE, SUZANNE	5063

Debtors' Thirty-Sixth Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
125.	EL-HABRE, SUZANNE	12213
126.	EMARKTPLACE SOLUTIONS LLC	4643
127.	EMPLOYMENT SOLUTIONS	119
128.	ESPOSITO, ROBERT	13792
129.	ESQUIVEL, ERIKA	1702
130.	ESQUIVEL, ERIKA J	1987
131.	ESTEP, TERRI L.	26436
132.	ESTEP, TERRI L	26435
133.	EVANS, DEBORAH L	6500
134.	EVELAND, ROBERT	18332
135.	EXCEL BUILDING SERVICES LLC	14835
136.	EXCEL BUILDING SERVICES, LLC	5500
137.	EXPRESS EMPLOYMENT PROFESSIONALS	7892
138.	EXPRESS SERVICES INC.	8145
139.	FACT AUTOMATED ENTRANCES, INC	7966
140.	FAISON, SHIRLEY	10050
141.	FANELLI, HELEN	18578
142.	FERGUSON, MARY L.	19677
143.	FERNANDEZ, ELYSE	4773
144.	FIRE & ICE HEATING AND COOLING	1008
145.	FITZGERALD, SHAWN	1564
146.	FORCE, EMILY	5805
147.	FOREST FAMILY EYE CARE CLINIC	18378
148.	FORRESTER, BRIAN	9314
149.	FOUR SEASONS SIDING, INC.	677
150.	FRANCIS, ELAINE	18651
151.	FRAZIER, RUBY	15487
152.	FRUGE, JULIE M	4398
153.	GALLAGHER, ALANE	7970
154.	GARCIA FAMILY ENTERPRISES LLC	19540
155.	GARRETT, LINDA ARIANA	14844
156.	GARY D. NELSON ASSOCIATES, INC.	1096
157.	GATHER NO MOSS LTD	19820
158.	GAZDA, CAROL	16764
159.	GEORGE ELDERKIN	17048
160.	GEORGE, DEBRA KAY	5551
161.	GIDEON'S SOURCE OF KANSAS INC	9861
162.	GILL, MARTHA	19218
163.	GOVEA, FELIPE	8037
164.	GRAPHIC TEAM INC.	8913
165.	GRAVES, PAMELA	14124
166.	GRAY, CHRISTINE	15301
167.	GRiffin, WILLIE	12798
168.	GUERRERO, JAVIER	12427
169.	GUO, ANDREW	11161
170.	GUSTAVE-WILBORN, GHYSLAINe	17635
171.	GUTRICK, BARBARA	15523
172.	H. DENNIS LEWTON, O.D.	5829
173.	HADEN, AARON	8
174.	HADEN, AARON	10
175.	HADEN, AARON	11
176.	HADEN, AARON	14
177.	HADEN, AARON	16
178.	HADEN, AARON	17
179.	HALE, MICHAEL	12404
180.	HALIMA, RUBEN	7872
181.	HALL, JANICE	19658
182.	HAMILTON, LATONYA	26466
183.	HAMMER, SAM & DEBBIE	19383
184.	HANNA, CHRISTOPHER DORIAN	8635
185.	HARRIS, BETTY J	17415
186.	HEATH OFSTEAD	9677

Debtors' Thirty-Sixth Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
187.	HEINEMANN, ROBERT C	9625
188.	HERNANDEZ ALBENO, JOEL E	9158
189.	HERNANDEZ, CATHERINE	4966
190.	HERNANDEZ, CATHERINE CANNON	2979
191.	HERRERA, ELSA	19065
192.	HERRON, FRANK E	9700
193.	HERRON, HENRIETTA	11958
194.	HG TRADING INC	3556
195.	HILL, DEBORAH	19004
196.	HILL, DEBORAH	19011
197.	HILL, JOHN M.	8122
198.	HILL, MARGARET	13651
199.	HILL, ROSA L.	15949
200.	HOBSON-WILLIAMS, TANYA	10883
201.	HOLMES, CAROL	20071
202.	HOMER, ISLE	19497
203.	HOOKS, LAPRICIA	11505
204.	HOUSTON, FRAZIER	15931
205.	HOUSTON, MARTAVIA SHAREE	4223
206.	HULSEY, MARTHA DIANN	5824
207.	HUTCHINGS, MICHAEL	12304
208.	HUTCHINS, TRUESELLA	11349
209.	HUZALA INC	1590
210.	INDUSTRIAL REFRIGERATION SERVICES/GREGORY STEEN	13994
211.	INDUSTRIAS DE MOVEIS ROTTA LTDA	2686
212.	INGRAM ELECTRO-MEK, INC.	3590
213.	INNA MAZE	15903
214.	INSTALLATIONS AP LLC	1044
215.	INTEGRATED SERVICE MGT LLC	10449
216.	IRVIN PUBLIC RELATIONS	4858
217.	J&L INSTALLS, LLC	4410
218.	JACKSON CLEANING SERVICES, LLC	14140
219.	JACKSON, BRITTANY BRIA	9440
220.	JACKSON, CASSANDRA	16249
221.	JACKSON, WILLIAM	10837
222.	JANDI SERVICES	20601
223.	JANSEN, JASON	17741
224.	JAP & SONS SOLUTIONS ONLINE	3994
225.	JASSO, DEBRA	13144
226.	JENKINS, TIARA	15875
227.	JEROME-BERRY, SHERRY	18647
228.	JOHNSON, GERALDINE	10190
229.	JOHNSON, LYNDY	15897
230.	JOINER, CANDIS	6984
231.	JONES, HILDA	19027
232.	JOSIAH, COOKIE K.	11152
233.	JOYNES, GEORGE (MRS) C	14346
234.	KAN, WENKANG	6010
235.	KELLER, ARNOLD	18964
236.	KELLER, KRISTIE	8960
237.	KELLY, GLORIA	10608
238.	KEMP, BRANDON	8996
239.	KEYLESS SHOP INC	12007
240.	KHAN, SHAHARYAR	12860
241.	KING, WANDA MARCELLA	6071
242.	KINGDOM SEEKERS INC.	26515
243.	KINGDOM SEEKERS INC.	26517
244.	KINGDOM SEEKERS INC.	26523
245.	KINGDOM SEEKERS INC.	26524
246.	KITAGAWA, MARTIN A	6909
247.	KONOPKA, KERRY	12915
248.	KRAUSE WATCH CO.	1477

Debtors' Thirty-Sixth Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
249.	KUBWIMANA, SERGE	16278
250.	KUNZ, EDNA PATRICIA	5486
251.	KUPPINGER, JOHN	5339
252.	KURYLOWICZ, ROBERT	4493
253.	KURZER, ANN	5863
254.	LABISSIERE, MARIE	14944
255.	LACY, KATHY J.	11794
256.	LANGE, HELEN K	19634
257.	LANGE, MARK	19424
258.	LANZAFAME, IGNAZIO	5658
259.	LAROCQUE, MICHAEL	19466
260.	LAU, COOBE	12448
261.	LEAKS, JOHNNY AND SARA	15014
262.	LEE W. FLANAGAN LANDSCAPING	4885
263.	LEE, WILLA	17912
264.	LEE'S LAWN SERVICE	5337
265.	LEE'S MAINTENANCE SERVICE INC.	5357
266.	LI, JANE	5513
267.	LIDWINE, JEAN BAPTISTE	14510
268.	LIGGINS EYE CONSULTANTS, INC.	8132
269.	LIGGINS, PHILLIP M.	8134
270.	LILY'S TALENT AGENCY	4831
271.	LINK, TERRENCE	14351
272.	LIPPS LLC	5421
273.	LISSER, ALEKSANDR	15409
274.	LK OK CARPET INSTALLATIONS, LLC	2449
275.	LL&D INC.	1589
276.	LOCH, LYNDA S	14507
277.	LOVE, THOMAS	11412
278.	LOVELL, ERNESTINE W	17052
279.	LUCINBILL, INC.	2127
280.	LUX LOGS LTD	5142
281.	MACFARLANE, ROBERT	17844
282.	MACHUGA CONTRACTORS, INC.	4520
283.	MAGGARDS TIME SERVICE INC	10867
284.	MAGGARD'S TIME SERVICE, INC STORE# 1465	3029
285.	MARILYN OWNS MEDICINE	6947
286.	MARK GILES LANDSCAPE COMPANY	1491
287.	MARLOW, MINDI	5176
288.	MARONA, SCOTT	15776
289.	MARTIN, MARY	19889
290.	MASON, EDWARD	10924
291.	MATHEWS, PATRICIA	19472
292.	MAXWELL, SCOTT LEE	6191
293.	MAYO, LOUISE H.	18293
294.	MAYS, CORNELIUS	15251
295.	MCCOWAN, BETTY	14933
296.	MCILWAIN, RALPH	1031
297.	MEADOWBROOK HARDWARE	8147
298.	MEMBRILA, TOMAS	1460
299.	MENDOLERA, CHRISTINA	4628
300.	MENJIVAR, DORIBEL E.	6707
301.	MESEWICZ, DAVID P	2942
302.	MILLER, JILL PAXTON	3996
303.	MILLER, MELISSA	12472
304.	MINNESOTA STAFFING LLC DBA AAA LABOR	4815
305.	MITCHELL, TINA	11997
306.	MOORE, JAN	6783
307.	MOORE, JOHN AND DONNA	9044
308.	MORALES, CORINA	19387
309.	MOROSETTI, ALVIN	19933
310.	MORRIS, SUSAN K	1800

Debtors' Thirty-Sixth Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
311.	MORTON, JOANN	13550
312.	MOUSER, JULIA L.	16158
313.	MOYE, OPHELIA	2209
314.	MP HOLDING N AMER, INC.	13015
315.	MP HOLDINGS, LLC	18048
316.	MUSTAPHA, PRINCESS J.	5760
317.	MUTTALIB, FAAROUQ	13883
318.	MYOPTICS, LLC/ ALICE P. NGUYEN, OD	6036
319.	NAIK, VINAYAK	10807
320.	NASHUA WASTEWATER SYSTEMS	6682
321.	NAVA, JUANITA	11628
322.	NELSON, DAYNA DIANE	11373
323.	NENABER, PHILLIP	4789
324.	NEUBAUER, FRANK	15891
325.	NEVERSON, CHERYL	13324
326.	NEW DIMENSIONS	3923
327.	NEWTON, TIFFANY	14798
328.	NFZ INC. NADER ZAROU	923
329.	NFZ, INC. (NADER ZAROU)	10454
330.	NGUYEN, TRAM (LORI) OD	15976
331.	NICKS, GARY	3359
332.	NICKS, GWENDOLYN D.	13254
333.	NIN GROUP INC	12932
334.	NIN GROUP INC.	12934
335.	NORTHERNMARINEELECTRONICS.COM	4358
336.	NORTHGATE GARAGE DOOR CO., LLC	5477
337.	NORTHGATE GARAGE DOOR CO., LLC	5481
338.	NORTHWEST REMODEL GUYS LLC	84
339.	NW SALES CONNECTION, INC	1779
340.	OAK BROOK MECHANICAL SERVICES, INC.	6136
341.	OAK BROOK MECHANICAL SERVICES, INC.	6139
342.	ODONNELL, KRISTEN	9532
343.	OJO CREATIVE	6868
344.	OLIVAS, JUAN	4489
345.	OLIVER, VIRGINIA	14162
346.	ONEAL, DARLENE	9320
347.	OTAGURO, KELVIN	11582
348.	OWENS III, JOHN WILLIAM	7100
349.	PADEN, ED	10995
350.	PALKON, REGINA	19056
351.	PARAS, ROBERTO P.	18832
352.	PASS IT ON INC.	2643
353.	PAUL, CURTES	11618
354.	PAYNE, SAM	7008
355.	PEARSON, ANTHONY	18321
356.	PERKINS, KEISHA	8029
357.	PHAM, YEN	9463
358.	PHIPPEN, HEIDI	8506
359.	PIERRE, BOUTROS	8965
360.	POLISE, CONCETTA	11513
361.	POWELL, ROBERT D.	15041
362.	PRECISION AIR COMFORT LLC	14591
363.	PREMIER PRODUCTS LLC	6962
364.	PRIOR, JOSEPHINE	4997
365.	PSS PATHFINDER, INC.	8662
366.	PUCELY, JOEL	20311
367.	PUCELY, JOEL	7102
368.	QUALIMAX MARKETING INC	2321
369.	QUINN, DORETHA	18235
370.	R & S APPLIANCE INSTALLATIONS, INC.	2422
371.	RAMASAR, NAVITA	6876
372.	RAMIRO, JUDITH	12733

Debtors' Thirty-Sixth Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
373.	RANSCAPES, INC.	7732
374.	REGIS ELECTRIC LLC	16323
375.	RESIDENTIAL BUILDERS ASSOCIATION (RBA)	7564
376.	RICHARDSON, TANAKA	18403
377.	RING, JEFF	5378
378.	ROBERT OR SARA BROWN 33845	1221
379.	ROBINSON, SHUNTAI	19069
380.	ROGERS, ETHELEEN	10584
381.	ROGERS, VIOLA Y	16907
382.	ROI ENERGY INVESTMENTS, LLC	5592
383.	ROKANAS, NICHOLAOS	10532
384.	ROSALES, FREDDY MEZA	4278
385.	ROSS, ELIJAH	19103
386.	ROWAN, ESTHER M	12985
387.	RUSH, ADRIENNE	12618
388.	SAENZ, NICEFORO	12067
389.	SALEEM, UMMAD	1638
390.	SANDERS, BARBARA	11127
391.	SANDERS, JOHN	11832
392.	SANFELIZ, MARIA D	5897
393.	SAPP, RANDALL	4999
394.	SAUNDERS, GEORGE	19923
395.	SAWIN, CAROLYN R	12293
396.	SAX O.D., DREW A.	6548
397.	SCOTT, LAKISHA	12630
398.	SEGERS, REVOIR	13354
399.	SERVICE FINANCE	9780
400.	SILVER CITY JEWELRY INC.	12728
401.	SISTER MOON BOUTIQUE	5236
402.	SMITH, CARRIE	12754
403.	SMITH, MAMIE	19879
404.	SMITH, SHIRLEY	10799
405.	SMITH, VIVIAN	15827
406.	SNELLING	5589
407.	SS GROUP INC	8495
408.	STAGLIANO, SAMUEL	19251
409.	STALBAUM, CINDY	10486
410.	STANIOS INDUSTRIAL SUPPLY CO	2346
411.	STEIN, SCOTT	18498
412.	STEPHENSON, JARMLIA	17790
413.	STONE SOUP 3, INC	13100
414.	STOTT RYAN, SUE	7851
415.	STUCK'S HEATING AND COOLING	778
416.	STUDIO HIROSHI LLC	931
417.	STUTZ, RICHARD	3553
418.	SUNCOAST RENOVATIONS AND REMODELING LLC	987
419.	SUNNY FASHION INC.	1599
420.	SUPPLE, LISA	18754
421.	SWEPT AWAY LLC	9323
422.	TASIE, CHUKWUEMKA R.	9028
423.	TAYLOR'S SMALL ENGINE REPAIR	3037
424.	TCA HOLDINGS PROPARTNERS LLC	7151
425.	TEAL CONSULTING GROUP	14411
426.	TEXAS PLUMBING DIAGNOSTICS	10630
427.	TEXAS PLUMBING DIAGNOSTICS	11103
428.	TEXAS PLUMBING DIAGNOSTICS	14970
429.	TEXAS PLUMBING DIAGNOSTICS	15254
430.	TEXAS PLUMBING DIAGNOSTICS	18243
431.	THE BICYCLE DOCTOR OF BROWARD, INC.	6498
432.	THE CORE ORGANIZATION	17323
433.	THE LAWN PROZ OF FLORIDA INC	7870
434.	THE ROCKIES LLC	2

Debtors' Thirty-Sixth Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
435.	THOMAS, DELSIA	19943
436.	THOMAS, KANIKI	1911
437.	TIGER MEDIA INC.	4725
438.	TILLER, TINA	13731
439.	TOMA, JEAN	8523
440.	TOP STEP MANUFACTURING, LLC	4
441.	TORRES, ANGELICA	6147
442.	TREASURE EXCHANGE	3872
443.	TRITTSCHUH, DIANE	17727
444.	TYLER, EARL	12243
445.	USA MAINTENANCE OF FLORIDA LLC	5544
446.	VALENCIA, AURELIO	10511
447.	VANDERPOOL, MICHELLE	18421
448.	VANWINKLE, EDDIE	12392
449.	VASANT S. JADIA, TIME JEWELS, VENDOR # DUN 1000338024	3834
450.	VENCO WESTERN, INC.	8268
451.	VICTORY MARKETING AGENCY LLC	16129
452.	VINYERD, DARLENE	13282
453.	VUE, PAHOUA	5223
454.	W S C	15040
455.	WAHAB, OLAYINKA	3625
456.	WARNER, PHILIP	15616
457.	WARREN, ANGELIQUE	11108
458.	WASHINGTON, GLORIA	19970
459.	WATKINS, JAMES	10008
460.	WAZEED, WAKEEDA	12381
461.	WEDLOWE, EDDIE	11899
462.	WELLS SWEEPING	13394
463.	WESTERN NEON INC	12913
464.	WEYNI, NJEMILE	10483
465.	WHEELDON'S ALTERNATIVE ENERGY	835
466.	WHITAKER, SHARON	10933
467.	WHITTLE, WILLIAM	15838
468.	WIEBE, BRIAN	5663
469.	WILLIAMS, RUFUS	14330
470.	WILLIAMS, TANGANICA	9321
471.	WILLOUGHBY, JANICE	16657
472.	WOLFORD, ARTHUR	94
473.	WOODARD, CHERYL JEAN	19585
474.	WOOLBRIGHT, CHERYL V	19710
475.	WORLD TIME WATCH & JEWELRY REPAIR	12188
476.	XU, ALICE	7002
477.	YELLOWDEVIL LLC	4830
478.	YETI CONSTRUCTION AND REMODELING LLC	58
479.	YOSHIMITSU, DEBRA	11962
480.	YOUNMANS, DENNIS	2020
481.	YOUNMANS, DENNIS	2287
482.	YOUNG, JAMES M	6113
483.	ZABILKA, MELISSA	12116
484.	ZAVALA, PATRICIA	17868
485.	ZAZADO, MARYANN K	10950
486.	ZAZZLE, INC	1645
487.	ZHENG, MICHAEL LI & MEI	11665

Exhibit B

Claims Hearing Procedures

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x	
In re	Chapter 11
:	:
SEARS HOLDINGS CORPORATION, <i>et al.</i>,	Case No. 18-23538 (RDD)
:	:
Debtors.¹	(Jointly Administered)
-----x	

COURT-ORDERED CLAIMS HEARING PROCEDURES

The claims hearing procedures (the “**Claims Hearing Procedures**”) described herein have been ordered by the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) to apply to the Chapter 11 cases of the Sears Holdings Corporation and its affiliated debtors (collectively, the “**Debtors**”).

Claims Hearing Procedures

1. Pursuant to the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”), the Bankruptcy Court established periodic omnibus hearings (the “**Omnibus Hearings**”) in these Chapter 11 cases. The Debtors shall schedule the return date for claims objections, omnibus or otherwise, for hearing at Omnibus Hearings or other hearings the Debtors may schedule with the Bankruptcy Court.
2. The Bankruptcy Court may enter an order at the scheduled hearing sustaining an objection to proofs of claim (each, a “**Proof of Claim**”) with respect to which no response (a “**Response**”)² is properly filed and served.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

² Any information submitted in connection with a Proof of Claim shall be part of the record with respect to the relevant Claim, and any such information already submitted need not be resubmitted in connection with the Claims Hearing Procedures.

3. The hearing to consider an objection to Proofs of Claim as to which a Response is properly filed and served (each, a “**Contested Claim**”) shall be set for a contested hearing (each, a “**Claims Hearing**”) to be scheduled by the Debtors, in their sole discretion, as set forth herein. The Debtors may request that the Bankruptcy Court schedule Claims Hearings on the date and/or time of the Omnibus Hearings or at another date and time.
4. The Debtors shall schedule a Claims Hearing for a Contested Claim as follows:
 - (i) For a non-evidentiary hearing to address whether the Contested Claim has failed to state a claim against the Debtors which can be allowed and should be dismissed pursuant to Bankruptcy Rule 7012 (a “**Sufficiency Hearing**”), unless the Debtors serve the applicable claimant (the “**Claimant**”) with a Notice of Merits Hearing (as defined herein), the Sufficiency Hearing shall go forward at the return date set in accordance with paragraph 1 of these Claims Hearing Procedures. The legal standard of review that will be applied by the Bankruptcy Court at a Sufficiency Hearing will be equivalent to the standard applied by the Bankruptcy Court upon a motion to dismiss for failure to state a claim upon which relief can be granted.
 - (ii) For an evidentiary hearing on the merits of a Contested Claim (a “**Merits Hearing**”), the Debtors may, in their sole discretion, serve upon the relevant Claimant, by email or overnight delivery, with a copy to the Creditors’ Committee, and file with the Bankruptcy Court, a notice substantially in the form attached to the *Order Approving (I) Claims Objection Procedures, (II) Claims Settlement Procedures, and (III) Claims Hearing Procedures* (ECF No. 3014) as Exhibit 2 (a “**Notice of Merits Hearing**”), at least thirty (30) calendar days prior to the date of such Merits Hearing. The rules and procedures applicable to such Merits Hearing will be set forth in any scheduling order issued by the Bankruptcy Court in connection therewith.
5. Discovery with respect to a Contested Claim will not be permitted until either: (i) the Bankruptcy Court has held a Sufficiency Hearing and determined that the Contested Claim states a claim that could be allowed and should not be dismissed pursuant to Bankruptcy Rule 7012; or (ii) the Debtors have served on the relevant Claimant a Notice of Merits Hearing with respect to the Contested Claim.
6. The Debtors may file and serve a reply (a “**Reply**”) to a Response no later than 4:00 p.m. (Prevailing Eastern Time) on the day that is at least two (2) business days prior to the date of the applicable hearing.
7. The Debtors, in their sole discretion, are authorized to further adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Bankruptcy Court and the Claimant.
8. **Sanctions.** The Bankruptcy Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the Claims Hearing Procedures.

BY ORDER OF THE BANKRUPTCY COURT

Exhibit C

Hearing Date and Time: November 10, 2021 at 10:00 a.m. (Eastern Time)

Response Deadline: November 2, 2021 at 4:00 p.m. (Eastern Time)

THE DEBTORS' THIRTY-SEVENTH OMNIBUS OBJECTION TO CLAIMS SEEKS TO RECLASSIFY CERTAIN FILED PROOFS OF CLAIM. PARTIES RECEIVING THIS NOTICE SHOULD REVIEW THE OBJECTION TO DETERMINE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OBJECTION AND/OR THE EXHIBIT ATTACHED THERETO TO DETERMINE WHETHER THE OBJECTION AFFECTS THEIR CLAIM(S).

**IF YOU HAVE QUESTIONS, PLEASE CONTACT
DEBTORS' COUNSEL, DOMINIC A. LITZ, ESQ. AT (212) 310-8000.**

WEIL, GOTSHAL & MANGES LLP

767 Fifth Avenue

New York, New York 10153

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Ray C. Schrock, P.C.

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Sunny Singh

*Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re	----- X	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i>	:	Case No. 18-23538 (RDD)
Debtors.¹	:	(Jointly Administered)
	----- X	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

**NOTICE OF HEARING ON DEBTORS' THIRTY-SEVENTH OMNIBUS OBJECTION TO
PROOFS OF CLAIM (RECLASSIFYING CLAIMS)**

PLEASE TAKE NOTICE that, on October 19, 2021, Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) filed the *Debtors’ Thirty-Seventh Omnibus Objection to Proofs of Claim (Reclassifying Claims)* (the “**Objection**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

PLEASE TAKE FURTHER NOTICE that the Objection requests that the Bankruptcy Court reclassify as general unsecured claims the claims associated with the proofs of claim listed on **Exhibit A** annexed hereto (the “**Proofs of Claim**” or “**Claims**”), on the ground(s) that such Claim(s) does not have a valid security interest in the property of the Debtors’ estates or does not otherwise satisfy the requirements for administrative expense priority under section 503(b) of the Bankruptcy Code or other statutory priority under section 507(a) of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that the *Court-Ordered Claims Hearing Procedures* (the “**Claims Hearing Procedures**”), annexed hereto as **Exhibit B**, shall apply and govern the Objection. The Claims Hearing Procedures provide for certain mandatory actions by claimants (each, a “**Claimant**” and collectively, the “**Claimants**”) within certain time periods. Therefore, please review the Claims Hearing Procedures carefully. Failure to comply with the Claims Hearing Procedures may result in the reclassification of a Proof of Claim without further notice to the applicable Claimant(s).

PLEASE TAKE FURTHER NOTICE that, if Claimant does NOT oppose the relief requested, then Claimant does NOT need to file a written response (the “**Response**”) to the Objection and Claimant does NOT need to appear at the Hearing (as defined herein).

PLEASE TAKE FURTHER NOTICE that, if Claimant DOES oppose the relief requested, then Claimant MUST file with the Bankruptcy Court and serve on the parties listed below a Response to the Objection, so as to be filed and received by no later than **November 2, 2021, at 4:00 p.m. (Prevailing Eastern Time)** (the “**Response Deadline**”).

PLEASE TAKE FURTHER NOTICE that Response(s) to the Objection, if any, must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and shall be filed with the Bankruptcy Court (i) by attorneys practicing in the Bankruptcy Court, including attorneys admitted *pro hac vice*, electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov), and (ii) by all other parties-in-interest, on a CD-ROM, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”), so as to be filed with the Bankruptcy Court and received by the parties listed below by or before the Response Deadline.

PLEASE TAKE FURTHER NOTICE that Response(s) to the Objection, if any, must contain, at a minimum, the following: (i) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number and the title of the Objection to which the Response is directed; (ii) the name of the Claimant and description of the basis for the amount of the Proof of Claim; (iii) a concise statement setting forth the reasons why the Disputed Claim should not be reclassified for the

reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which Claimant will rely in opposing the Objection; (iv) all documentation or other evidence of the Proof of Claim, to the extent not included with the Proof of Claim previously filed with the Bankruptcy Court, upon which Claimant will rely in opposing the Objection; (v) the address(es) to which the Debtors must return any reply to Claimant's Response, if different from that presented in the applicable Proof of Claim; and (vi) the name, address, and telephone number of the person (which may be Claimant or Claimant's designated legal representative) possessing ultimate authority to reconcile, settle, or otherwise resolve the Proof of Claim on Claimant's behalf.

PLEASE TAKE FURTHER NOTICE that the Bankruptcy Court will consider a Response only if the Response is timely filed, served, and received in accordance with the Amended Case Management Order and the procedures set forth herein. A Response will be deemed timely filed, served, and received only if the original Response is actually received on or before the Response Deadline by (i) the chambers of the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601; (ii) Weil, Gotshal, & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, Esq., Jacqueline Marcus, Esq., Garrett A. Fail, Esq., and Sunny Singh, Esq.), attorneys for the Debtors; and (iii) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036 (Attn: Philip C. Dublin, Esq., Ira Dizengoff, Esq., and Sara Lynne Brauner, Esq.), attorneys for the Official Committee of Unsecured Creditors appointed in these cases.

PLEASE TAKE FURTHER NOTICE that, except as otherwise permitted under the Claims Hearing Procedures, a hearing to consider the Objection will be held before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, on **November 10, 2021 at 10:00 a.m. (Prevailing Eastern Time)** (the "Hearing"). If Claimant files a Response to the Objection, Claimant should plan to appear at the Hearing. The Debtors, however, reserve the right to continue the Hearing on the Objection with respect to the Proof(s) of Claim that are the subject of such Response. If the Debtors do continue the Hearing with respect to such Proof(s) of Claim, then the Hearing on the Objection with respect to such Proof(s) of Claim will be held at a later date. If the Debtors do not continue the Hearing with respect to such Proof(s) of Claim, then a Hearing on the Objection will be conducted on the above date.

PLEASE TAKE FURTHER NOTICE that if Claimant does not timely file and serve a Response to the Objection with respect to the Claims listed on **Exhibit A** hereto, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed as **Exhibit B** to the Objection, which order may be entered without further notice or opportunity to be heard.

PLEASE TAKE FURTHER NOTICE that the Debtors retain the right to object on other grounds to the Proof(s) of Claim (or to any other Proof(s) of Claim Claimant may have filed) at a later date. Claimant will receive a separate notice of any such objection(s).

PLEASE TAKE FURTHER NOTICE that Claimant may participate in the Hearing telephonically, provided Claimant complies with the Bankruptcy Court's instructions (including, without limitation, providing prior written notice to counsel for the Debtors and any statutory committee), which can be found on the Bankruptcy Court's website at www.nysb.uscourts.gov.

PLEASE TAKE FURTHER NOTICE that, if any Claimant wishes to view the complete Objection, such Claimant can do so for free at <https://restructuring.primeclerk.com/sears>. **Claimants should not contact the Clerk of the Bankruptcy Court to discuss the merits of their Proof(s) of Claim.**

Dated: October 19, 2021
New York, New York

/s/ Garrett A. Fail

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Garrett A. Fail
Sunny Singh

*Attorneys for Debtors
and Debtors in Possession*

Exhibit A

Disputed Claims

Debtors' Thirty-Seventh Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
1.	A&GS CONTRACTOR INC	12634
2.	A-1 FIXIT SHOP	11466
3.	ABRAMS, LAKISHA V.	14488
4.	ABREU, CECILIA	12791
5.	ABREU, CECILIA	13371
6.	ADAMO, CARA B	9433
7.	AGUILAR, DIANA	11078
8.	AGUINAGA, JOHNNY A	18851
9.	AIKINS, SCOTT RICHARD	20310
10.	ALBRIGHT, TARA CHAUNISE	776
11.	ALLEN, JOANESE R	16033
12.	ALLISON MATTIE L	10352
13.	ALOHILANI ORCHIDS, INC.	2362
14.	AMERICA'S FRESH FOODS, INC.	6067
15.	AMIAR, ABDELHAMID	18998
16.	ANDERSON, MARJORIE	14272
17.	ANDERSON, STACY	9843
18.	ANDERSON, SYLVIA	13788
19.	ANDREWS , JAMES E	16089
20.	ANTHONY, DORCAS D	15146
21.	ANTOINE, WEDY	6293
22.	ARELLANO, CASSANDRA	10310
23.	ARISPE, DORA A	15117
24.	ARIZPE, MARIA A	10490
25.	ARNOLD, GARY R	10578
26.	ASUELO, MARCIAL	14792
27.	ASUELO, MARCIAL	14410
28.	AUER, JOANN	18565
29.	BADDING, DORIS	15609
30.	BALOCAN, CORA	17630
31.	BARNES, HORACE	10670
32.	BARNES, UNA D	19627
33.	BARTON, SOPHIA A	12569
34.	BATEMAN, NAJAH	18439
35.	BEAM, JAMES A	9400
36.	BEEBE, ELIZABETH M	11657
37.	BELLO, SHAKIRUDEEN	10266
38.	BERGER, KIMBERLY N	19767
39.	BERTA, CINDY L	12945
40.	BETTS, RYAN R.	14695
41.	BISHOP, CHERYL	8963
42.	BLK PROPERTY VENTURES, LLC	17679
43.	BLUMBERG, MICHAEL	9319
44.	BOCANEGRA, JIMMY	8364
45.	BOCANEGRA, JIMMY	8409
46.	BOCANEGRA, JIMMY	8709
47.	BOCANEGRA, JIMMY	8880
48.	BOS, DANA E	15788
49.	BOS, DIANA	4763
50.	BRACKIN, ALICE B	11020
51.	BRADLEY, SUSAN KAY	11841
52.	BRADSHAW WESTWOOD TRUST	16451
53.	BRANTLEY, MARJORIE	10390
54.	BRESCH, JAMES E.	20084
55.	BRESCHER, JAMIE	12568
56.	BREWER, SHEILA	9546
57.	BROADNAX , JACQUELINE D	13627
58.	BRONSON, MARISSA A	8957
59.	BROOKINS SR, LORNE	9860
60.	BROWNE, MARILYN	19055
61.	BRUNSTING, BLAIR	4518
62.	BURNS, AMY	9100

Debtors' Thirty-Seventh Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
63.	BUTI, JUDITH L.	21621
64.	BV USA ENTERPRISES INC	2060
65.	BV USA ENTERPRISES INC.	294
66.	BV USA ENTERPRISES INC.	297
67.	BYRD, JUREEM K	12681
68.	CAITO FOODS, LLC	12395
69.	CALI CHIC	11037
70.	CALN TOWNSHIP	9622
71.	CALVIN, ANTHONY	8966
72.	CAMPBELL, CHRISTOPHER M	10633
73.	CANAS, ESTHER M.	13588
74.	CAPITAL BUILDING SERVICES GROUP, INC	17587
75.	CAPITAL BUILDING SERVICES GROUP, INC	18327
76.	CAPITAL BUILDING SERVICES GROUP, INC	18726
77.	CAPITAL BUILDING SERVICES GROUP, INC.	18081
78.	CAPITAL BUILDING SERVICES GROUP, INC.	18090
79.	CARBALLO, MANUELITA	15256
80.	CARIBBEAN LOTTERY SERVICES	3595
81.	CAROL, NAUD	11294
82.	CARTER, WILLIAM	12737
83.	CEVASCO, CLARA L.	11293
84.	CHANNEY, JUWAN	19986
85.	CHAPMAN, DEBRA	14779
86.	CHAVEZ, OMAR	13504
87.	CHERRY, JADA	13939
88.	CHILES, JUANITA H	19086
89.	CHIN, KARL A	17914
90.	CITY OF BREA	18059
91.	CITY OF DOWNEY	20252
92.	CITY OF ESCONDIDO	19552
93.	CITY OF GRAYLING	6489
94.	CITY OF LOS ANGELES, OFFICE OF FINANCE	19913
95.	CITY OF SANTA CLARITA	17939
96.	CLARK, IESHIA N	11979
97.	CLARK, SEAN	10634
98.	CMM, LLC	17906
99.	COBARRUBIAS, ANTONIA	7875
100.	COHEN , MICHAEL A	11993
101.	COHEN PATRICIA B	12178
102.	COLEMAN, MONTEZ	19503
103.	COLMENARES, EUFROSINA	3169
104.	COMERATE, SR., DOMINIC JOHN	4577
105.	COMSTOCK, KENNETH	13518
106.	CONNECTICUT NATURAL GAS CORPORATION	6607
107.	CONTI, BIAGIO	19151
108.	CONTINENTAL 51 FUND LIMITED PARTNERSHIP, A WISCONSIN LIMITED PARTNERSHIP	13168
109.	CORBETT, MADISON	15099
110.	CORBIN, SARAH	2466
111.	COUNTEE, LINDA C	10713
112.	COWARD, EVELYN	18838
113.	CRAFTS, JOHN M	14216
114.	CRAMER, TAMMY	9094
115.	CRAW, DEWEY A	13213
116.	CRUZ, ROSIE V	18683
117.	CULLITON, ANDREA M	11451
118.	D'AMBROSIO, MICHAEL	19143
119.	DANIEL, SHIRLEY	17671
120.	DANIELS, DOUGLAS P	18592
121.	DAVENPORT, JONATHAN DANIEL	1727
122.	DAVIES, CHRISTOPHER	18540
123.	DAVIS, CAROL B	14015
124.	DAVIS, KIMBERLY R	18931

Debtors' Thirty-Seventh Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
125.	DAVIS, STEVEN E	5996
126.	DEAL, LUCILLE H	26152
127.	DEMARACO, JENNIFER	19299
128.	DENNIS, BEVERLY	20279
129.	DESAI, KAMLESH R	17229
130.	DEVORE, ALICIA A.	9786
131.	DI CICCO, THOMAS	12065
132.	DIAZ JIMENEZ, JAVIER	18623
133.	DICKENSON, INGRID	14910
134.	DIFEBO, REBECCA L	12198
135.	DOHMAN, AMIE L	16354
136.	DOLLUS, GUITA	9685
137.	DONALD, BRITTON	10058
138.	DOOLEY, CARRIE R	11048
139.	DUCKSWORTH, CORDERO	15079
140.	DUCUSIN, ROWENA R	2206
141.	DULING, REVELLE T	10099
142.	DUNN, CAROL A	9921
143.	DUNN, LETISHA	18936
144.	DURHAM SUPPLY INC.	8434
145.	DURMMOND, DELOIS	19176
146.	EARNEST, SUSAN	14785
147.	EARNESTY, MISTY D	13714
148.	EDMONDS, JEROME C	17166
149.	EDWARDS, SIDNEY C	9438
150.	EJAZ, SUE L	14550
151.	ELDER, SARA E	16530
152.	EPIC DESIGNERS LIMITED	5961
153.	ESPINOZA, HECTOR	8622
154.	EVANS, DEBORAH L	6011
155.	FABER, CHARLES	10736
156.	FARTINI, MICHAEL	13396
157.	FATHI AZZALARAB LLC	17674
158.	FAVALE, JOSEPH	10237
159.	FENSTER, JOVI Z	11726
160.	FERGUSON, LAQUANDA	19118
161.	FERRAN, TIMOTHY ALAN	9077
162.	FERRI, LORRAINE M	10811
163.	FIDEL, BENARD	13556
164.	FIFERLICK, DAWN K	10013
165.	FLYNN, DENNIS	10765
166.	FORMAN, DARYLE	11386
167.	FORT COLLINS UTILITIES	19994
168.	FOX, CLARK L	3895
169.	FRANCIS, MILDRED	11762
170.	FRANCO MANUFACTURING CO., INC.	6912
171.	FRATRICH, STEPHEN J	11389
172.	FREDERICK HART CO. INC.	1619
173.	FREDERICK HART INC. DBA	1203
174.	FREDRICK, LINDA	18563
175.	FRED'S SMALL ENGINE REPAIR	11446
176.	FUELLING, TERRY	8302
177.	GABERT, JUDITH A	13135
178.	GARCIA, MARIA	6124
179.	GARTNER, JONATHAN C	13808
180.	GARVEN, EDWINA D	10538
181.	GATOR OESTE OWNER, LLC	7798
182.	GEARY, ELIZABETH S	10131
183.	GENERAL INTERNATIONAL POWER PRODUCTS, LLC	1751
184.	GEOG, CLINTON J	1713
185.	GILHUYSEN, MARSHA	11660
186.	GILLETTE, JEFFREY R	12239

Debtors' Thirty-Seventh Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
187.	GLASSER-SCHWARTZ INVEST P/S PLAN	12131
188.	GODFREY, ANDREW C	11767
189.	GODFREY, ANDREW CARL	4932
190.	GOEHL, LAWANA R	11763
191.	GOKALDAS EXPORTS LTD.	20155
192.	GOLAY, LYNETTE R	14771
193.	GONZALEZ , MARTIN	13273
194.	GONZALEZ, ANA Y	19347
195.	GONZALEZ, HECTOR L.	18372
196.	GOODY PRODUCTS, SUBSIDIARY OF NEWELL BRANDS, INC.	6714
197.	GORIN, TRECI S	17721
198.	GRAFFEO, NICHOLAS	19092
199.	GREEN, CHAD E	19602
200.	GREEN, GEOFFREY K.	6261
201.	GREEN, SCOTT M	11994
202.	GREENUP, PAULA	16521
203.	GREER III, RUSSELL T	2330
204.	GREESON, JILLIAN J	18892
205.	GRIEGO, LORETTA S	9598
206.	GROGNO, HEIDI I	10595
207.	GROOME, DAVID A	10863
208.	Groupon, Inc.	14912
209.	GUERRA, JEAN M	13822
210.	GUTIERREZ, MIGUEL VARGAS	16363
211.	GUTIERREZ, RODRIGO A	19149
212.	GWENDOLYN, DAVIS	20265
213.	HAGEN, SARRA J	10403
214.	HAHN, CRAIG A	11014
215.	HALL, CAROLE A	12340
216.	HALL, REBECCA R	15002
217.	HALTER, SYLVIA	18880
218.	HAMEL, ALAN R	2257
219.	HAMILTON, JEFFREY	9537
220.	HAMM, MICHAEL	15066
221.	HAMMOCK, DONALD M	1980
222.	HAMOCK, DONALD M	9464
223.	HANESWORTH, DANIEL J	8126
224.	HARDING, EDWA	11971
225.	HAYES, ATISA	4390
226.	HEIVILIN, DEBRA J	10600
227.	HELMS, RODNEY E	5451
228.	HERNANDEZ, JOSE	17995
229.	HOAGLAND, AARON L	17066
230.	HOFMANN, JOSEPH A	13187
231.	HOLGUIN, SYLVIA	13245
232.	HOLLOWAY, FELICIA	9203
233.	HOLMES, CAROL	10437
234.	HONEYCUTT, AMY L	18914
235.	HORACIO, FURLONG	11964
236.	HOWARD, SANDRA	18860
237.	HUDAK, TRAVIS	2311
238.	HUDDLESTON, RAMONA	8572
239.	HUGHES, ALEXIS D	19673
240.	HULETT, IRENE C.	7669
241.	HULL, GRAYSON S.	14196
242.	HULL, GRAYSON S.	14284
243.	HYANNIS WATER SYSTEM	8133
244.	ILCO SITE REMEDIATION GROUP	15964
245.	ILLINOIS SCHOOL DISTRICT U-46	19977
246.	INGRAM, ASHLEY C	12601
247.	INTERNATIONAL DISTRIBUTORS DBA / SUMMIT INTERNATIONAL	20300
248.	ISOM, THOMAS	17400

Debtors' Thirty-Seventh Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
249.	JACKSON, STEPHEN C.	6287
250.	JACKSON, WENDY	26480
251.	JACKSON, YVONNE	18617
252.	JACQUETEE, HENRY	20135
253.	JASPER MUNICIPAL UTILITIES	10311
254.	JAURE, NICOLE	19460
255.	JENNINGS, MICHELE L	15826
256.	JOHN E NEWMAN / GEORGETOWN PROPERTIES C/O JL & JE NEWMAN SL & ST NEWMAN	19414
257.	JOHNSON JEANNE	9769
258.	JOHNSON, CASEY	12523
259.	JOHNSON, KELLY L	15570
260.	JOHNSON, MAJOR W.	14700
261.	JOHNSON, MARILYN E	14549
262.	JOHNSON, VICKI M	16491
263.	JOHNSON, ZENOBIA L.	14352
264.	JONES, BETTY J	11593
265.	JONES, MARDA KAY	17163
266.	JONES, VINCENT L.	12575
267.	KAPPAROS, SANDY P.	18976
268.	KAROOIANNIS, CHRISTINA I	19009
269.	KASPARIAN, LAUREEN A.	14480
270.	KASSNER, RACHEL A	11065
271.	KEENS SERVICES, INC.	9154
272.	KELLER, ROSEMARIE ELIZABETH	22578
273.	KELLUM, KIERRA A	12255
274.	KELLY, PEGGY	20515
275.	KEPAA, FAITH	12606
276.	KESSLER, JOAN	11950
277.	KILLINGER, FRED R	18774
278.	KOCANDA, CANDICE T	19678
279.	KOLLARIK CATHERINE L	9528
280.	KRISS, JANE	10586
281.	KRUSZEWSKI , FRANK M	11770
282.	KUNKEL SHARON M	13608
283.	LAGUATAN, ROXANNE S.	5410
284.	LAHEY, TIMOTHY P	10727
285.	LAM, CORNELL K	10771
286.	LANKFORD, DARYL G	11972
287.	LAPAS, ANNETTE	15093
288.	LAVALLEY, ALBERT	10534
289.	LAVRINOVICH YELENA	11675
290.	LAWSON, LINDA P	13700
291.	LECHNER, JAMES HAK SEON	12019
292.	LEDFORD, TESLA A	19644
293.	LEE, CHRISTOPHER B	2790
294.	LEE, VELVA	18784
295.	LENNOX, TIMOTHY ALLEN	17519
296.	LEVIN, EDGAR	9401
297.	LIBERTY MUTUAL INSURANCE COMPANY	14918
298.	LIRANZO, CARLOS A.	2846
299.	LISSER, ALEKSANDR	15076
300.	LOPEZ, JESSE	20329
301.	LOPEZ, SANDRA L	13687
302.	LOSCHE, NANCY L.	18227
303.	LOURDES TAMONDONG	20558
304.	LU, XIAOCHANG	107
305.	MACAULAY, TERRY AND KEVIN	15580
306.	MACIAS KRISTINA J	9696
307.	MADISON SUBURBAN UTILITY DIST	12002
308.	MADISON SUBURBAN UTILITY DIST	12006
309.	MADISON SUBURBAN UTILITY DIST	12076
310.	MADISON SUBURBAN UTILITY DIST	12082

Debtors' Thirty-Seventh Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
311.	MAHONEY, LUCY	10436
312.	MALEK, BARBARA J	12305
313.	MANCERA, JOSE E	17224
314.	MANGA MANUEL E	10371
315.	MANGIA-CUMMINGS, SUZZANN	26443
316.	MARIA DEL CONSUELO AVALOS DE GAYTAN	11324
317.	MARK PLAZA FIFTY L.P.	17340
318.	MARTIN, FLOR S	18911
319.	MARTIN, TAMESIA M	18764
320.	MARTINEZ, BELINDA	1997
321.	MARTINEZ, MARIA	18567
322.	MASTALERZ, ELLEN T	17079
323.	MATHISEN OPTOMETRY	19246
324.	MATIAS, ROBERTO	10394
325.	MCCAFFERY, DARLENE	3331
326.	MCCAMMITT, ROB L	9777
327.	MCCARSON, KIMBERLY	3082
328.	MCCARSON, KIMBERLY	9651
329.	MCGOWIN, JAY M	9001
330.	MCINTOSH, JULIE L.	12984
331.	MCINTOSH, TARA L	14821
332.	MCNEAL, SHEAKILA	13902
333.	MCNEELA, STEPHEN J	10698
334.	MCS HEMET VALLEY CENTER LLC	16308
335.	MEADORS, SAGE B	12212
336.	MEIXNER, RONALD J	2499
337.	MEJIA, ANGELICA M	16945
338.	MELLAS, CHARLES EDWARD	4686
339.	MERCADO, MARITZA	18844
340.	MERVIN, JAMES A	22593
341.	MIAMI-DADE COUNTY - RER-DERM	8425
342.	MIAMI-DADE COUNTY-DERM	8456
343.	MICKENS, ERRICA	15701
344.	MILLER, ANDREW	13549
345.	MILLS, WILLIE A	10972
346.	MITCHELL, SHANNON H.	23212
347.	MOBIN, MOHAMMAD	15053
348.	MONGE, ANA	19813
349.	MONROE , RICHARD	12175
350.	MOODY, SCHNEAKA	11999
351.	MOORE, JAN	13303
352.	MORGAN, JEFF E.	2799
353.	MORRIS, RUBY	26505
354.	MORRIS, STEVEN D.	9235
355.	MORROW, SANDRA	9441
356.	MOSSO, RONALD T.	12825
357.	MP HOLDINGS, LLC	19628
358.	MUELLER, KATHLEEN P	1966
359.	MURPHY, DARLENE	13612
360.	MUSSELMAN, THOMAS A	11722
361.	NAKAHARA, CATHERINE	17366
362.	NAVARRO, OSCAR	19388
363.	NDUNYU, MARTIN	8615
364.	NELSON, BRIAN L	7621
365.	NELSON, NELECIA	16742
366.	NELSON, WILLIE L	18628
367.	NEWAY INTERNATIONAL INC	11431
368.	NORTHWOODS SHOPPING CENTER, LLC	13355
369.	NY COMMUNITY FINANCIAL LLC	11027
370.	OESTREICH, EVAN R	17240
371.	OKAZAKI, MILTON F.	13336
372.	OLOF, LIDEN	10502

Debtors' Thirty-Seventh Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
373.	ORNELAS, SYLVIA	20384
374.	OWENS, LORETTA	18760
375.	PACHECO, DONAJI	17118
376.	PAGE, KATRINA A	10792
377.	PAGONE, ELAINE	4912
378.	PARAGON CENTER, LLC	15762
379.	PARKE, STARR L	18211
380.	PARKS, ANTHONY J	11033
381.	PARKS, ANTHONY J.	11115
382.	PASTRANA, PEDRO J	20278
383.	PATTERSON, SHAWN	17647
384.	PEREZ ALMODOVAR, JOSE G	18855
385.	PEREZ, ROSARIO EDITH	6076
386.	PERLIK, CHERI	9037
387.	PERU K-M COMPANY, LLC	14851
388.	PICKNER, NANCY	13740
389.	POLISE, CONCETTA	6137
390.	POWELL, TANYA	14315
391.	PR FINANCING LIMITED PARTNERSHIP (FRANCIS SCOTT KEY)	19566
392.	PREMIER PRODUCTS LLC	10724
393.	PREUDHOMME, WENDY A	18192
394.	PRICE, HILISHA	18064
395.	RAINES, DANIELLE	18743
396.	RALOWSKI, MARY	10577
397.	RAMER MICHAEL L	11754
398.	RAMIREZ, NAYELI	15149
399.	RASCHE, SHANE	18697
400.	RELIFORD, ERMA	12282
401.	RHEAULT, STEVEN R	11498
402.	RHODE ISLAND TEXTILE CO	6674
403.	RICHARDSON CARLISLE, FLORENCE A.	22399
404.	RICHTER, SABRINA	12631
405.	RIVARD, ANDRE A	14461
406.	ROBERTSON, PIA	18095
407.	ROCKETT, DELLAREESE	14580
408.	RODRIGUEZ, RONALD G	11687
409.	ROGAL, ELIZABETH	10430
410.	ROGERS, DORIS	20147
411.	ROTH, JEFFREY E	10971
412.	ROUNDS, SHARON	16045
413.	ROUSSET, RUBEN	12633
414.	ROVETO, DIANE	10450
415.	RURAL KING REALTY, LLC	20191
416.	RURAL KING REALTY, LLC	20192
417.	RURAL KING REALTY, LLC	20198
418.	RURAL KING REALTY, LLC	20199
419.	RUSNAK, ROXANE N	14732
420.	RUTKOWSKI, JENNIFER M	14528
421.	SABOL, PAULA R	15789
422.	SACCO, ZAHILIA	13026
423.	SALAHUDDIN, SHAIFAH	16344
424.	SALAHUDDIN, SHAIFAH	16477
425.	SALAZAR, MARTHA	14212
426.	SANCHEZ, MERCEDES	19828
427.	SANDERS, VERNAIL C	19275
428.	SANTIAGO BRENDA	11251
429.	SAUER, ROLAND R	6514
430.	SCHELL, DEBRA K	11639
431.	SCHMIDT, CHERYL D	15832
432.	SCHOGGIN, WENDY LARSON	5580
433.	SCHUMAN, LINDA	19632
434.	SCOTT HOBSON, TRUSTEE OF SCOTT HOBSON REVOCABLE TRUST	12755

Debtors' Thirty-Seventh Omnibus Objection to Claims

Exhibit 1 - Disputed Claims

Schedule of Disputed Claims to be Reclassified

Ref #	Disputed Claims	Affected Proof of Claim No.
435.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17559
436.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17697
437.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17922
438.	SECCO SHIRLEY A	13399
439.	SECCO, SHIRLEY A	14863
440.	SERRANO-ALATORRE, IRMA Y	15123
441.	SHINE NISHA	19539
442.	SHUSTER, DOUG	20274
443.	SIMPSON, CAMBRIA	14387
444.	WATKINS, CONYUS A	9084
445.	WAY STREET LLC	14458
446.	WEAKLEY, SARAH	8986
447.	WHITEMAK ASSOCIATES, A PENNSYLVANIA LIMITED PARTNERSHIP	13234
448.	WIEDEMANN, LINDA D	13131
449.	WIENM PROPERTIES	12516
450.	WILEY, ALAN	15735
451.	WILLETT, CHRISTOPHER J	18429
452.	WILLIAMS, DORIS	10572
453.	WILLIAMS, JOSEPH	8619
454.	WILLIAMS, MARJORIE	26439
455.	WOOD, DAVID DONALD	9765
456.	WRIGHT, MARQUELLA	15813

Exhibit B

Claims Hearing Procedures

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x	
In re	Chapter 11
:	:
SEARS HOLDINGS CORPORATION, et al.,	Case No. 18-23538 (RDD)
:	:
Debtors.¹	(Jointly Administered)
-----x	

COURT-ORDERED CLAIMS HEARING PROCEDURES

The claims hearing procedures (the “**Claims Hearing Procedures**”) described herein have been ordered by the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) to apply to the Chapter 11 cases of the Sears Holdings Corporation and its affiliated debtors (collectively, the “**Debtors**”).

Claims Hearing Procedures

1. Pursuant to the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”), the Bankruptcy Court established periodic omnibus hearings (the “**Omnibus Hearings**”) in these Chapter 11 cases. The Debtors shall schedule the return date for claims objections, omnibus or otherwise, for hearing at Omnibus Hearings or other hearings the Debtors may schedule with the Bankruptcy Court.
2. The Bankruptcy Court may enter an order at the scheduled hearing sustaining an objection to proofs of claim (each, a “**Proof of Claim**”) with respect to which no response (a “**Response**”)² is properly filed and served.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

² Any information submitted in connection with a Proof of Claim shall be part of the record with respect to the relevant Claim, and any such information already submitted need not be resubmitted in connection with the Claims Hearing Procedures.

3. The hearing to consider an objection to Proofs of Claim as to which a Response is properly filed and served (each, a “**Contested Claim**”) shall be set for a contested hearing (each, a “**Claims Hearing**”) to be scheduled by the Debtors, in their sole discretion, as set forth herein. The Debtors may request that the Bankruptcy Court schedule Claims Hearings on the date and/or time of the Omnibus Hearings or at another date and time.
4. The Debtors shall schedule a Claims Hearing for a Contested Claim as follows:
 - (i) For a non-evidentiary hearing to address whether the Contested Claim has failed to state a claim against the Debtors which can be allowed and should be dismissed pursuant to Bankruptcy Rule 7012 (a “**Sufficiency Hearing**”), unless the Debtors serve the applicable claimant (the “**Claimant**”) with a Notice of Merits Hearing (as defined herein), the Sufficiency Hearing shall go forward at the return date set in accordance with paragraph 1 of these Claims Hearing Procedures. The legal standard of review that will be applied by the Bankruptcy Court at a Sufficiency Hearing will be equivalent to the standard applied by the Bankruptcy Court upon a motion to dismiss for failure to state a claim upon which relief can be granted.
 - (ii) For an evidentiary hearing on the merits of a Contested Claim (a “**Merits Hearing**”), the Debtors may, in their sole discretion, serve upon the relevant Claimant, by email or overnight delivery, with a copy to the Creditors’ Committee, and file with the Bankruptcy Court, a notice substantially in the form attached to the *Order Approving (I) Claims Objection Procedures, (II) Claims Settlement Procedures, and (III) Claims Hearing Procedures* (ECF No. 3014) as Exhibit 2 (a “**Notice of Merits Hearing**”), at least thirty (30) calendar days prior to the date of such Merits Hearing. The rules and procedures applicable to such Merits Hearing will be set forth in any scheduling order issued by the Bankruptcy Court in connection therewith.
5. Discovery with respect to a Contested Claim will not be permitted until either: (i) the Bankruptcy Court has held a Sufficiency Hearing and determined that the Contested Claim states a claim that could be allowed and should not be dismissed pursuant to Bankruptcy Rule 7012; or (ii) the Debtors have served on the relevant Claimant a Notice of Merits Hearing with respect to the Contested Claim.
6. The Debtors may file and serve a reply (a “**Reply**”) to a Response no later than 4:00 p.m. (Prevailing Eastern Time) on the day that is at least two (2) business days prior to the date of the applicable hearing.
7. The Debtors, in their sole discretion, are authorized to further adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Bankruptcy Court and the Claimant.
8. **Sanctions.** The Bankruptcy Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the Claims Hearing Procedures.

BY ORDER OF THE BANKRUPTCY COURT